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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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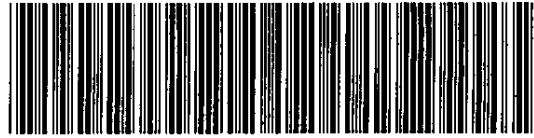
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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10 APR 26 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. G. G. APR 28 2010

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Projects & Advertising, Inc.  
Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to:

Elvie Smith  
Contact Person

Projects & Advertising  
Firm/Company

3609 Marisol Ct.  
Address

New Smyrna Bch, FL 32168  
City, State and Zip Code

elvie@pro-panda.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Elvie Smith at (386) 290-8849  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$105.00 Filing Fees

☒ \$113.75 Filing Fees  
and Certificate of  
Status

☐ \$113.75 Filing Fees  
and Certified Copy

☒ \$122.50 Filing Fees,  
Certified Copy, and  
Certificate of Status

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Profit Corporation**

FILED  
10 APR 26 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Projects + Advertising LLC <sup>LO4-4588</sup>  
Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited liability company  
(Enter entity type. Example: limited liability company, limited partnership,  
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida USA.  
(Enter state, or if a non-U.S. entity, the name of the country)

on Feb 18, 2005  
Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

Florida

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Projects + Advertising, Inc.  
Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date:  
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Signed this 21st day of April, 2010.

**Required Signature for Florida Profit Corporation:**

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: Elvie Smith

Printed Name: Elvie Smith Title: President

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: Elvie Smith

Printed Name: Elvie Smith Title: President

x Signature: Michael B. Thompson

Printed Name: Michael B. Thompson Title: Vice President

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$ 8.75 (Optional)
Certificate of Status:	\$ 8.75 (Optional)

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

**ARTICLE I NAME**

The name of the corporation shall be:

Projects & Advertising, Inc.

**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is:

3609 Marisol Court  
New Smyrna Bch, Fl. 32168

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is:

Security for business & owners

**ARTICLE IV SHARES**

The number of shares of stock is:

1500

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

List name(s), address(es) and specific title(s):

Elvie Smith - President  
3609 Marisol CT.  
New Smyrna Bch, Fl  
32168

Vice-President  
Michael R. Thompson  
6010 SW 58 CT.  
Davie, Fl. 33314

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Elvie Smith (Projects & Advertising, Inc)  
3609 Marisol CT.  
New Smyrna Bch, Fl. 32168

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Elvie Smith  
3609 Marisol CT.  
New Smyrna Bch, Fl 32168

(Projects & Advertising, Inc)

\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Elvie Smith  
Signature/Registered Agent  
Elvie Smith  
Signature/Incorporator

4/21/2010  
Date  
4/21/2010  
Date

FILED  
10 APR 26 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA